

# **Southern Trailriders Association, Inc.**

## **Bylaws**

### **ARTICLE I – NAME**

The name of this association shall be the Southern Trailriders Association, Inc., (hereinafter referred to as "STA.") Its principal address shall be in the State of Florida at the address on file with the office of the Secretary of State.

### **ARTICLE II – PURPOSE**

The general purpose of the STA shall be to promote and develop public equestrian trails and related facilities throughout the southern United States; to promote an active interest in equestrian trail riding by others; to encourage and support legislation, rules, ordinances, and policies which are consistent with the promotion of equestrian trails; to encourage the compatibility of equestrian trails with natural resource conservation; to educate the general public relative to equestrian recreational activities; and to enjoy trail riding.

### **ARTICLE III – MEMBERSHIP**

The qualification of members and the manner of admission shall be by signifying agreement with an interest in the purposes of the STA. Admission requires submission of a written application, along with appropriate membership fee. A member shall be notified in writing of acceptance into the STA and given a copy of the Bylaws and membership list. A guest may participate in a maximum of three functions before being required to submit a membership application.

Membership status cannot be denied because of race, color, religion or sex.

Section 1. An Individual Membership – An individual membership shall consist of a person who has attained the age of eighteen (18) years.

Section 2. A Family Membership – A family membership shall be an established group of individuals who live as a unit in society. It must consist of at least one but not more than two adult members and those dependent minor (under the age of eighteen (18)) children for whom the adult(s) have legal guardianship responsibility. Any document filed in a name of a minor shall require the approval and signature of a parent or legal guardian.

Section 3. A Junior Membership – A junior membership shall be a person who has not attained the age of eighteen (18) years and shall require the approval and signature of a parent or legal guardian on the membership application.

Section 4. A Business Membership – A business membership shall consist of business entities with mutual interests desiring to support the activities of the STA to ensure its continued success. Up to three (3) named employees of the business entity shall be eligible to participate in the association's activities.

Section 5. Voting - Each individual, family and business membership classification is entitled to one vote per member in matters of the STA business. All other memberships are non-voting.

Section 6. Termination of Membership - When a member becomes three months delinquent in dues, the membership will be revoked. Reinstatement shall follow the normal procedure for acceptance as a member and payment of delinquent dues shall be made. A member may be terminated as a result of a proven grievance. Upon termination of membership for any reason, the said member shall forfeit dues and fees paid, all rights, privileges and any claims to the assets of the STA.

Section 7. Grievance Process - Any member can submit a grievance against another member to any board member based on a charge of detrimental conduct by that member, such as acting in a manner contrary to the express objectives of the STA or in violation of the Bylaws or Trail Etiquette Policies; alleged criminal violations; drunk or disorderly conduct; being physically abusive to horses or persons; or having a demonstrated disregard for the safety and welfare of others. The President will appoint a grievance committee consisting of five (5) members to investigate the grievance. The committee will provide a recommendation to the Board of Directors (hereinafter referred to as “the Board of Directors” or “the Board”) based on majority vote thereof. The Board will vote to determine appropriate action, if any, and the decision will be published in the next newsletter.

#### **ARTICLE IV – LOCAL CHAPTERS**

A group of the STA members may petition the Board of Directors for approval to establish a local chapter upon submittal of the proposed name, designated geographic area and those individuals interested in forming the chapter. The number and duties of local chapter officers and directors shall be the same as set forth in these Bylaws.

#### **ARTICLE V – MEETINGS**

Section 1. Board of Directors - The STA Board of Directors, shall meet at a time and place so designated by the President or his/her designee, and written, electronic or telephone notice shall be given to the directors. A majority of the Board of Directors shall constitute a quorum for the transaction of business at any meeting of the Board.

Section 2. Special Meetings of the Members - Special meetings of the members may be called at any time by the President; any three (3) or more members of the Board of Directors; or by request of not less than fifteen percent (15%) of the eligible voting members. Written, electronic or telephone notice shall be given to the members of the date, time and place of the meeting.

## **ARTICLE VI – ELECTION OF OFFICERS AND DIRECTORS**

Section 1. Term - The term of officers and directors of the STA shall be one year. The Board of Directors shall have the responsibility to conduct all business matters for the operation of the club within the guidelines of the Bylaws and rules of the STA. The order of business at all meetings will generally follow the current edition of Robert's Rules of Order. The Board is authorized to take any action it deems appropriate as authorized by the Articles of Incorporation, the Bylaws and/or rules. In the event of the removal, resignation or death of any officer or director, the Board shall appoint a replacement or replacements from the general membership to fill such vacancy or vacancies for the remainder of the term.

Section 2. Number of Directors - The Board of Directors shall be fixed at nine (9); consisting of the president, vice-president, secretary, treasurer, newsletter editor, three directors elected from the membership at large, and the immediate past president. A husband and wife shall not hold the offices of president and treasurer at the same time. In the event the president is re-elected to an additional term and the immediate past president position is vacant, an additional "at large" director shall be elected to fill the vacant seat. All officers and directors shall be elected by the membership.

Section 3. Nominations - Nominations for officers and directors shall be made by the Board of Directors, and a slate of proposed officers and directors shall be submitted to the membership. Any additional nominations may be submitted by the membership at the final meeting of the year at which officers and directors will be elected. Nominees for an officer or director position must be eighteen (18) years of age or older as of the time they are to take office. An individual shall not be considered a candidate for an officer or director position unless they are a member in good standing and were a member of the STA on January 1<sup>st</sup> of the year of election.

Section 4. Elections - Elections shall be held at each Annual Meeting and the membership shall be notified of such meeting in the newsletter at least fifteen (15) days prior to the scheduled election.

Section 5. Assumption of Duties - The new officers and directors shall assume their official duties immediately following their election.

Section 6. Removal of Officer or Director - An officer or director may be removed from office for failure to perform the duties as set forth in the Bylaws by a two-thirds' majority vote of the members present at a duly noticed meeting.

## **ARTICLE VII – DUTIES OF OFFICERS AND DIRECTORS**

Section 1. Duties of the Board of Directors - The business and property of the STA shall be managed by the Board of Directors which shall have all the powers, duties, and authority permitted by the Articles of Incorporation, these Bylaws, rules, and any applicable laws. The Board of Directors may, in accordance with the provisions of *Florida Law*, delegate specific powers, duties, and authority to the officers and to committees that are appointed by the Board.

The Board of Directors shall serve as a permanent Bylaws Committee and recommend changes for consideration by the membership; act as trustees for STA property; make policy decisions to effectively carry out the purposes of the STA; set the amount of annual dues and any other special fees to be assessed; and employ such persons as necessary to carry out the functions of the STA.

The Board of Directors, except as otherwise provided in these Bylaws, may authorize any officer(s) or any agent(s) to enter into any contract, or execute and deliver any instrument in the name of and on behalf of the STA. Such authority may be general or confined to specific instances. Unless authorized by the Board of Directors, no officer, agent, or employee shall have any power or authority to bind the STA by any contract or engagement, or to pledge credit for any purpose or in any amount.

Section 2. Duties of the President - The President shall preside at all scheduled meetings; call special meetings as deemed necessary; be the official spokesperson for the STA; appoint project managers, committees and respective chairmen; and prepare and present an annual report to the membership at the final meeting of the year. No later than the October Board meeting, the President shall appoint, with the approval of the Board of Directors, a nominating committee consisting of three (3) members. The committee shall prepare a recommendation to the board of one or more members for each office to be filled.

Section 3. Duties of the Vice President - The Vice-President shall preside in the absence of the President; or in the event of a vacancy in the office of President, perform the duties of President until such time as a new President has been appointed by the Board to fill the vacancy; assist the President in carrying out his/her duties; and plan STA activities in cooperation with the President.

Section 4. Duties of the Secretary - The Secretary shall handle all secretarial and clerical work, as herein defined; act as secretary at all meetings; take minutes at each meeting and present those minutes at the following meeting; and keep the official record of all minutes and Bylaws.

Section 5. Duties of the Treasurer - The Treasurer shall account for all monies of the STA and present a monthly financial report to the Board; pay all bills promptly by STA checks; prepare and present an annual financial report at the final membership meeting of the year; and cooperate with the requests from the STA accountant relating to any audit conducted at the request of the Board. The Treasurer shall also reconcile all monthly bank statements to the STA books and records. All material differences between the bank balance and the book balance shall be reported to the Board at the next regularly scheduled meeting.

Section 6. Duties of the Newsletter Editor - The Newsletter Editor is responsible for publishing and mailing the newsletter to members each quarter and may enlist the assistance of other members to help in gathering information for publication.

Section 7. Attendance - Any officer or director who is absent from three (3) consecutive meetings without an excuse satisfactory to the Board shall be deemed to have surrendered his/her position as an officer or director. Any vacancy created by such forfeiture shall be filled in accordance with the provisions of Article VI, Section 1 herein.

#### **ARTICLE VIII – NEWSLETTER**

“Hoofprints” shall be the official newsletter of the STA. Publication shall be quarterly, on or about the 15th of the month following the Board meeting.

#### **ARTICLE IX – LIABILITY PROTECTION**

Members and guests of the STA understand that horseback riding is a dangerous sport and that they ride at their own risk, in accordance with Chapter 773, *Florida Statutes*. Members and guests will be required to sign liability release forms for all STA horse related activities.

#### **ARTICLE X – COGGINS REQUIREMENT**

A current negative Coggins shall be required for all horses ridden by members and guests at all functions of the STA and shall be produced upon demand.

#### **ARTICLE XI – DISSOLUTION**

The STA may be dissolved by a three-quarters' majority vote of the total membership and in accordance with Chapter 617, *Florida Statutes*. In the event of dissolution, all claims against the STA must be satisfied and any remaining assets after claims have been satisfied shall be donated to a Florida not-for-profit organization designated by the Board of Directors to benefit an equine related entity.

#### **ARTICLE XII – AMENDMENTS**

Changes and/or amendments to these Bylaws must be approved by a two-thirds' majority vote of the members in attendance at a scheduled meeting following 30 days' prior written notice specifying the date, time and location of said meeting and the proposed changes to the Bylaws.

#### **ARTICLE XIII – FISCAL YEAR**

The STA fiscal year will be from January 1st to December 31st.